

October 7, 2025

National Stock Exchange of India Limited  
Exchange Plaza  
C-1, Block G, Bandra Kurla Complex  
Bandra (E), Mumbai - 400 051

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Through: NEAPS

Through: BSE Listing Centre

Symbol: ASHOKLEY

Scrip Code: 500477

Dear Sir/Madam,

**Subject: Postal Ballot - E-voting Results**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the voting results of the Postal Ballot along with the Report issued by Ms. B Chandra, Partner (CP No.: 7859) on behalf of M/s. B Chandra & Associates, Company Secretaries in Practice, Chennai, the Scrutinizer.

Based on the Scrutinizer's Report, we would like to inform that the Special Resolutions for the following businesses as set out in the Notice of Postal Ballot dated August 25, 2025 have been duly approved by the Members with requisite majority on October 5, 2025 (being the last date for e-voting).

1. Appointment of Ms. Geeta Mathur (DIN: 02139552) as a Non-Executive Independent Director for a term of five years with effect from August 25, 2025.
2. Appointment of Mr. Sridharan Kesavan (DIN: 00051976) as a Non-Executive Independent Director for a term of three years with effect from August 25, 2025.

Thanking you,

Yours faithfully,  
**for Ashok Leyland Limited**

**N Ramanathan**  
**Company Secretary**

Encl.: a/a

<b>General information about company</b>	
Scrip code	500477
NSE Symbol	ASHOKLEY
MSEI Symbol	NOTLISTED
ISIN	INE208A01029
Name of the company	ASHOK LEYLAND LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-10-2025
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	B CHANDRA
Firms Name	B CHANDRA AND ASSOCIATES
Qualification	CS
Membership Number	7859
Date of Board Meeting in which appointed	25-08-2025
Date of Issuance of Report to the company	06-10-2025

<b>Voting results</b>	
Record date	29-08-2025
Total number of shareholders on record date	1470273
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Geeta Mathur (DIN: 02139552) as a Non-Executive Independent Women Director with effect from August 25, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3001320522	3001320522	100	3001320522	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3001320522	3001320522	100	3001320522	0	100
Public- Institutions	E-Voting	2202454523	1903293969	86.4169	1819795979	83497990	95.613	4.387
	Poll							
	Postal Ballot (if applicable)							
	Total		2202454523	1903293969	86.4169	1819795979	83497990	95.613
Public- Non Institutions	E-Voting	669279507	52987888	7.9172	52835815	152073	99.713	0.287
	Poll							
	Postal Ballot (if applicable)							
	Total		669279507	52987888	7.9172	52835815	152073	99.713
Total		5873054552	4957602379	84.4127	4873952316	83650063	98.3127	1.6873
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	80957672
Public - Non Insitutions	19400

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sridharan Kesavan (DIN:00051976) as a Non-Executive Independent Director with effect from August 25, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3001320522	3001320522	100	3001320522	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		3001320522	3001320522	100	3001320522	0	100
Public- Institutions	E-Voting	2202454523	1779111935	80.7786	1609218642	169893293	90.4507	9.5493
	Poll							
	Postal Ballot (if applicable)							
	Total		2202454523	1779111935	80.7786	1609218642	169893293	90.4507
Public- Non Institutions	E-Voting	669279507	52984878	7.9167	52833534	151344	99.7144	0.2856
	Poll							
	Postal Ballot (if applicable)							
	Total		669279507	52984878	7.9167	52833534	151344	99.7144
Total		5873054552	4833417335	82.2982	4663372698	170044637	96.4819	3.5181
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	80957672
Public - Non Insitutions	19400



**B. CHANDRA & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

AG3 RAGAMALIKA,  
No.26, Kumaran Colony Main Road,  
Vadapalani,  
Chennai – 600026  
REGN NO P2017TN065700

E-mail: bchandraandassociates@gmail.com  
bchandracosecy@gmail.com  
H/P: 9840276313, 9840375053

To

The Chairman,  
Ashok Leyland Limited,  
No. 1, Sardar Patel Road Guindy  
Chennai TN 600032

**Subject: Passing of resolutions by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder with regard to the Special Resolutions under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)**

Dear Sir,

Please refer to your letter dated September 3, 2025 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot process for passing Special resolutions in respect of item mentioned elsewhere in the report in line with Circular Nos.14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 03/2022 dated 5<sup>th</sup> May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022, 09/2023 dated 25<sup>th</sup> September 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs.

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:



1.1	The Company on September 5, 2025 sent the Notice of Postal Ballot dated August 25, 2025 along with explanatory statement with material facts by way of email to its members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on August 29, 2025. Members were given the facility to vote electronically on the e-voting platform, provided by the Central Depository Services (India) Limited ('CDSL'). For members whose e-mail addresses are not registered, they were requested to send email to Integrated Registry Management Services Pvt. Ltd (RTA).
1.2	The company had given Public Advertisement, which was published Business Standard (in English) and Dinamani (in Tamil) on September 6, 2025. In this Notice, Members were informed about the availability of the notice in the Websites of the Company, CDSL and the Stock Exchanges and the facility to write to Integrated Registry Management Services Pvt. Ltd (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on Saturday, September 6, 2025 at 9:00 A.M. (IST) and ended on Sunday, October 5, 2025 at 5:00 P.M. (IST)
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e-voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM (IST) on October 5, 2025, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
1.7	Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries. The votes downloaded from the e-Voting system were collated on October 5, 2025 after 5.00 P.M. (IST)
1.8	As confirmed by RTA of the Company, 80099 emails had bounced.
1.9	Corporate members who have cast their votes without Board resolutions were invalidated. Corporate members who had attached resolutions for a folio in respect of one of their funds have been considered for the other Funds in the same group.

S. No	Resolution	Nature of Resolution
1	Appointment of Ms. Geeta Mathur (DIN: 02139552) as a Non-Executive Independent Women Director with effect from August 25, 2025	Special
2	Appointment of Mr. Sridharan Kesavan (DIN:00051976) as a Non-Executive Independent Director with effect from August 25, 2025	Special



A summary of the voting by e-voting for the above resolutions are given below:

Resolution no 1 -Appointment of Ms. Geeta Mathur (DIN: 02139552) as a Non-Executive Independent Women Director with effect from August 25, 2025		Voter Count	No of votes	% to total valid votes
Evoting	In favour	5847	4873952316	98.31
	Against	405	83650063	1.69
	Invalid	4	80977072	
	Valid Votes	6252	4957602379	

Since the number of votes cast in favour exceeded three times the number of votes cast against in respect of the resolution no 1, we hereby report that the resolution was duly passed with requisite majority as Special Resolution.

Resolution no 2 - Appointment of Mr. Sridharan Kesavan (DIN:00051976) as a Non-Executive Independent Director with effect from August 25, 2025		Voter Count	No of votes	% to total valid votes
Evoting	In favour	5807	4663372698	96.48
	Against	422	170044637	3.52
	Invalid	4	80977072	
	Valid Votes	6229	4833417335	

Since the number of votes cast in favour exceeded three times the number of votes cast against in respect of the resolution no 2, we hereby report that the resolution was duly passed with requisite majority as Special Resolution.

- 3 You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on October 5, 2025.
- 4 The e-voting data and all other connected records relating to the aforesaid e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours Sincerely,

  
 B Chandra  
 Partner  
 B CHANDRA AND ASSOCIATES  
 Company Secretaries in Practice  
 CP No. 7859  
 UDIN A020879G001467071  
 Chennai  
 06.10.2025